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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:	:	Chapter 11 Case No. 08-13555 (JMP)
LEHMAN BROTHERS HOLDINGS INC.,	:	
<i>et al.</i> ,	:	
Debtors.	:	Jointly Administered

**DECLARATION OF MICHAEL J. CANNING IN SUPPORT OF THE FEDERAL
HOUSING FINANCE AGENCY'S AND THE FEDERAL HOME LOAN MORTGAGE
CORPORATION'S EX PARTE MOTION FOR ENTRY OF AN ORDER SHORTENING
THE TIME FOR NOTICE OF AND SCHEDULING A HEARING TO CONSIDER THE
MOTION OF THE FEDERAL HOUSING FINANCE AGENCY AND THE FEDERAL
HOME LOAN MORTGAGE CORPORATION TO STAY THE HEARING ON LEHMAN
BROTHERS HOLDINGS INC.'S MOTION TO CLASSIFY AND ALLOW THE CLAIM
FILED BY THE FEDERAL HOME LOAN MORTGAGE CORPORATION
CLAIM NO. 33568) IN LBHI CLASS 3**

I, Michael J. Canning declare as follows:

1. I am a member of the bar of this Court and a partner of the firm of Arnold & Porter LLP, counsel to the Federal Housing Finance Agency ("FHFA" or "Conservator"), as Conservator of the Federal Home Loan Mortgage Corporation ("Freddie Mac"), under the Housing and Economic Recovery Act of 2008 ("HERA"), 12 U.S.C. § 4501, *et seq.*

2. I submit this declaration and statement in support of FHFA's motion (the "Motion")¹ pursuant to Rule 9006 of the Bankruptcy Rules, and Rule 9006 of the Local Rules seeking an order shortening the time for notice of and scheduling the hearing to consider FHFA's and Freddie Mac's Stay Motion.

3. I have personal knowledge of the matters set forth herein and, if called as a witness, would testify competently thereto.

4. Pursuant to the Motion, FHFA and Freddie Mac request that the Court shorten the time for notice of and schedule the Stay Motion to be heard at the hearing presently scheduled with respect to the Motion to Classify on October 24, 2013 at 10:00 a.m. Ample cause exists to shorten the time for notice of and schedule a hearing to consider the Stay Motion on October 24, 2013 at 10:00 a.m.

5. As more specifically set forth in the Motion, shortening the time for notice of and scheduling the hearing to consider the Stay Motion on October 24, 2013 is reasonable and necessary under the circumstances in order to assure that this Court first address FHFA's and Freddie Mac's request that this Court stay LBHI's Motion to Classify while the Motion to

¹ Capitalized terms used but not otherwise defined herein shall have the meanings given to them in the Motion or Stay Motion, as applicable.

Withdraw the Reference is pending before the District Court, prior to any hearing on the Motion to Classify.

6. Bankruptcy Rule 9006 and Local Rule 9006 permit the shortening of time for notice of and scheduling the Stay Motion on October 24, 2013. Further, section 105 of the Bankruptcy Code grants bankruptcy courts broad authority and discretion to take actions and implement procedures necessary to administer a bankruptcy case.

7. I have consulted with counsel for LBHI regarding scheduling the hearing on the Stay Motion on shortened notice and have been informed that LBHI has no objection to the Stay Motion being heard on shortened notice at the hearing on October 24, 2013.

8. Therefore, for the reasons set forth above, FHFA and Freddie Mac are respectfully seeking entry of an order shortening time for notice of the hearing on the Stay Motion. This requested *ex parte* relief is warranted so that the Stay Motion may be heard at the hearing currently scheduled for October 24, 2013 at 10:00 a.m.

I declare that the foregoing is true and correct under penalty of perjury.

Executed on October 21, 2013
New York, New York

/s/ Michael J. Canning
Michael J. Canning